

Duke Energy CORP
Form 3
April 12, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---------|---|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â RHODES JAMES T | | (Month/Day/Year) | Duke Energy CORP [DUK] | |
| (Last) | (First) | (Middle) | 04/03/2006 | |
| 5407 MATOAKA ROAD | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | (Check all applicable) | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| RICHMOND,Â VAÂ 23226 | | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| (City) | (State) | (Zip) | <input type="checkbox"/> Other (specify below) | |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock ⁽¹⁾ | 13,186 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (1) (Instr. 5) | |
|--|------------------|------------------|--------------|--------|-------------------|-------------------|--|
| LTIP Phantom Stock Grant Feb 2004 ⁽¹⁾ | Â ⁽²⁾ | Â ⁽³⁾ | Common Stock | 900 | \$ ⁽⁴⁾ | D | Â |
| LTIP Phantom Stock Grant Feb 2005 ⁽¹⁾ | Â ⁽²⁾ | Â ⁽³⁾ | Common Stock | 1,456 | \$ ⁽⁴⁾ | D | Â |
| LTIP Phantom Stock Grant May 2004 ⁽¹⁾ | Â ⁽²⁾ | Â ⁽³⁾ | Common Stock | 720 | \$ ⁽⁴⁾ | D | Â |
| LTIP Phantom Stock Grant May 2005 ⁽¹⁾ | Â ⁽²⁾ | Â ⁽³⁾ | Common Stock | 540 | \$ ⁽⁴⁾ | D | Â |
| Phantom Stock DSP I ⁽¹⁾ | Â ⁽⁵⁾ | Â ⁽³⁾ | Common Stock | 1,310 | \$ ⁽⁴⁾ | I | By Trustee, Directors' Savings Plan |
| Stock Option (Right to Buy) ⁽¹⁾ | Â ⁽⁶⁾ | 12/19/2011 | Common Stock | 4,000 | \$ 37.68 | D | Â |
| Stock Option (Right to Buy) ⁽¹⁾ | Â ⁽⁷⁾ | 02/25/2013 | Common Stock | 4,000 | \$ 13.77 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| RHODES JAMES T 5407 MATOAKA ROAD RICHMOND, VA 23226 | Â X | Â | Â | Â |

Signatures

By: Judy Z. Mayo, 04/12/2006
Attorney-in-fact for

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- On April 3, 2006, Duke Power Company, LLC, formerly known as Duke Energy Corporation (Predecessor), merged into a wholly-owned subsidiary of Duke Energy Corporation, formerly known as Duke Energy Holding Corp. (Issuer). In connection with the merger, each share of Predecessor's common stock was converted into the right to receive one share of Issuer's common stock.
- (1) The phantom stock vests in 5 equal annual installments beginning on the first anniversary of the grant date.
 - (2) Expiration date not applicable.
 - (3) Converts to Common Stock on a 1-for-1 basis.
 - (4) Payable upon termination of employment or occurrence of other events as specified in the Directors' Savings Plan I.
 - (5) Final installment of one-fifth of the original grant vests on December 19, 2006; remainder fully vested as of December 19, 2005.
 - (6) Final installment of one-fourth of the original grant vests on February 25, 2007; remainder fully vested as of February 25, 2006.
- Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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